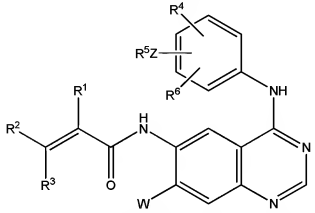
IN THE CLAIMS:

Please cancel claims 12-55 without prejudice to Applicants' right to pursue the cancelled subject matter in a later filed divisional or continuation application.

Please amend claim 3, without prejudice, as follows:

1. (Original) A method of making a compound of Formula 1,



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or a pharmaceutically acceptable salt, ester, amide or prodrug thereof, in which

R^1, R^2 and R^3 are independently hydrogen, halogen, NO_2, CN, CF_3, C_{1-6} alky, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, C_{3-8} cycloalkyl, C_{3-8} heterocyclyl, carboxy, C_{1-6} alkoxycarbonyl, C_{1-6} alkylcarbamoyl, aryl-$(CH_2)_m$, heteroaryl-$(CH_2)_m$, heterocyclyl-$(CH_2)_m$, $(CH_2)_m$ CO_2R^8, $(CH_2)_mS(O)_nR^8$, $(CH_2)_mSO_2NR^8R^9$, OR^8, SR^8, $(CH_2)_mNR^8R^9$, $(CH_2)_mN(O)R^8R^9$, $(CH_2)_mP(O)(OR^8)(OR^9)$, $(CH_2)_m$ COR^8, $(CH_2)_m$ CO_2R^8, $(CH_2)_mC(O)NR^8R^9$, $(CH_2)_mC(O)NR^8SO_2R^8$, $(CH_2)_mNR^8SO_2R^9$, $(CH_2)_mC(O)NR^8OR^8$, $(CH_2)_mS(O)_nR^8$, or $(CH_2)_mSO_2NR^8R^9$, wherein aryl-$(CH_2)_m$ includes phenylalkyl or substituted phenylalkyl having from one to three substituents that are independently NO_2, CN, CF_3, C_{1-6} alkyl-NH, $(C_{1-6}$ alky$)_2$N, or monocyclic heteroaryl, and each C_{1-6} alkyl is optionally substituted with OH, NH_2 or -N(A)B;

R^4 and R^6 are independently hydrogen, hydroxy, halogen, C_{1-4} alkyl, C_{1-4} alkoxy, C_{1-4} alkylamino, C_{1-4} alkyldiamino, C_{1-4} alkylthio, C_{1-4} alkylsulfinyl, C_{1-4} alkylsulfonyl, C_{1-4} alkylcarbonyl, C_{1-4} alkylcarbamoyl, dicarbamoyl, carbamyl, C_{1-4} alkoxycarbonyl, cyano, nitro, or trifluoromethyl;

R^5 is phenyl, pyridyl, furyl, thiazolyl, imidazolyl or thienyl, each optionally having one or two substituents that are independently halogen, C_{1-6} alkyl, C_{1-6} alkoxy, hydroxy, amino, cyano, C_{1-6} alkyl-NH or $(C_{1-6}$ alkyl$)_2$N;

W is SR^7, OR^7 or NHR^7; and

Z is hydrogen, halogen, C_{1-6} alky, C_{3-8} cycloalky, C_{1-6} alkoxy, C_{3-8} cycloalkoxy, nitro, C_{1-6} haloalkyl, hydroxy, C_{1-6} acyloxy, NH_2, C_{1-6} alkyl-NH, $(C_{1-6}$ alkyl$)_2$N, C_{3-8} cycloalkyl-NH, $(C_{3-8}$ cycloalkyl$)_2$N, hydroxymethyl, C_{1-6} alkylcarbonyl, cyano, azido, C_{1-6} thioalkyl, C_{1-6} sulfinylalkyl, C_{1-6} sulfonylalkyl, C_{3-8} thiocycloalkyl, C_{3-8} sulfinylcycloalkyl,

C_{3-8} sulfonylcycloalkyl, mercapto, C_{1-6} alkoxycarbonyl, C_{3-8} cycloalkoxycarbonyl, C_{2-4} alkenyl, C_{4-8} cycloalkenyl, or C_{2-4} alkynyl, provided that when Z is monovalent, R5 is absent;

wherein, R^7 is hydrogen, C_{1-6}alky, piperidin-1-yl-$(CH_2)_m$, piperazin-1-yl-$(CH_2)_m$, 4-C_{1-6}alkyl-piperazin-1-yl-$(CH_2)_m$, pyrrolidin-1-yl-$(CH_2)_m$, pyridinyl-$(CH_2)_m$, imidazolyl-$(CH_2)_m$, imidazol-l-yl-$(CH_2)_m$, morpholin-4-yl-$(CH_2)_m$, thiomorpholin-4-yl-$(CH_2)_m$, or hexahydroazepin-1-yl-$(CH_2)_m$, wherein each C_{1-6} alkyl optionally includes one or more substituents that are OH, NH_2 or -N(A)B;

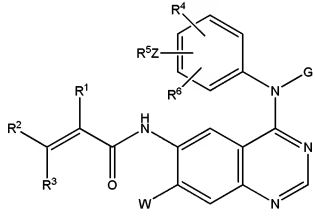
R^8 and R^9 are each independently hydrogen, C_{1-6} alkyl, C_{1-6} haloalkyl, C_{2-6} alkenyl, C_{2-6} alkynyl, arylalkyl, cycloalkyl, heterocyclyl, aryl, heteroaryl, or heteroarylalkyl;

A and B are independently hydrogen, C_{1-6}alkyl, $(CH_2)_nOH$, piperidin-1-yl-$(CH_2)_m$, piperazin-1-yl-$(CH_2)_m$, 4-C_{1-6}alkyl-piperazin-1-yl-$(CH_2)_m$, pyrrolidin-1-yl-$(CH_2)_m$, pyridinyl-$(CH_2)_m$, imidazolyl-$(CH_2)_m$, or imidazol-1-yl-$(CH_2)_m$; and

n and m are, respectively, integers from zero to two, inclusive, and from zero to four, inclusive;

the method comprising:

removing a protecting group, G, from a compound of Formula 10,



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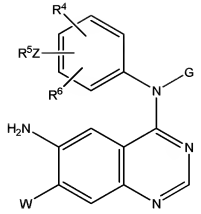
to yield the compound of Formula 1; and

optionally converting the compound of Formula 1 to a pharmaceutically acceptable salt, ester, amide or prodrug thereof.

2. (Original) The method of claim 1, further comprising reacting a compound of Formula 7,



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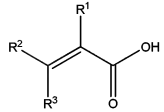
with a compound of Formula 8,



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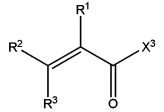
or with a compound of Formula 9,



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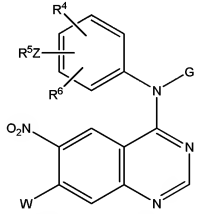
to yield the compound of Formula 10, wherein G, R^1, R^2, R^3, R^4, R^5, R^6, W, and Z are as defined in claim 1, X^3 is a leaving group, and provided that when G is Boc, W is not alkoxy.

3. (Currently Amended) The method of claim 2, further comprising reacting a compound of Formula 6,



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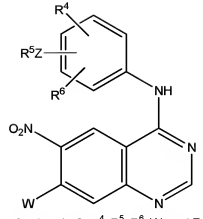
with hydrogen in the presence of a catalyst or with a reducing agent to yield the compound of ~~claim~~ Formula 7, wherein G, R^4, R^5, R^6, W, and Z are as defined in claim 1.

4. (Original) The method of claim 3, further comprising installing the protecting group, G, on a compound of Formula 5,



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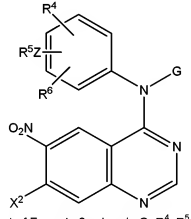
to yield the compound of Formula 6, wherein G, R^4, R^5, R^6, W, and Z are as defined in claim 1.

5. (Original) The method of claim 3, further comprising displacing a leaving group, X^2, of Formula 12,



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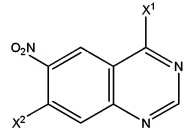
with W to yield the compound of Formula 6, wherein G, R^4, R^5, R^6, W, and Z are as defined in claim 1, and provided that when G is Boc, X^2 is not halogen.

6. (Original) The method of claim 5, further comprising reacting a compound of Formula 2,



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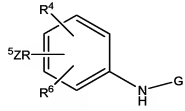
with a compound of Formula 11,



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to yield the compound of Formula 12, wherein G, R^4, R^5, R^6, and Z are as defined in claim 1, X^2 is as defined in claim 5, and X^1 is a leaving group.

7. (Original) The method of claim 1, wherein G is acetyl.

8. (Original) The method of claim 1, wherein G is dimethoxy benzyl.

9. (Original) The method of claim 1, wherein R^1, R^2, R^3 and Z are each hydrogen, and R^4 and R^6 are each halogen.

10. (Original) The method of claim 1, wherein W is morpholin-4-yl-alkoxy.

11. (Original) The method of claim 1, wherein the compound of Formula 1 is N-[4-(3-chloro-4-fluoro-phenylamino)-7-(3-morpholin-4-yl-propoxy)-quinazolin-6-yl]-acrylamide

12-55 (Canceled).